

CHICAGO & ILLINOIS MIDLAND RAILWAY COMPANY  
15TH AND NORTH GRAND AVENUE EAST  
SPRINGFIELD, ILLINOIS 62705

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15416-B  
#15

December 21, 1989

RECORDATION NO. 15416-B  
FILED 1423

DEC 22 1989 - 12 33 PM

Secretary  
Interstate Commerce Commission  
Washington, DC 20423

9-356A06 INTERSTATE COMMERCE COMMISSION

Dear Sir:

Enclosed for recordation under the provisions of 49 U.S.C. §11303(a) and the regulations thereunder, are the original and one counterpart of a Release dated December 28, 1989 from The First National Bank of Boston (the "Bank") to the Chicago & Illinois Midland Railway Company (the "Company") related to that certain Security Agreement dated as of December 21, 1987 between the Company and the Bank, recorded as a primary document with the Interstate Commerce Commission on December 21, 1987 as Recordation Number 15416.

The names and addresses of the parties to the enclosed document are as follows:

Releasee: Chicago & Illinois Midland  
Railway Company  
Post Office Box 139  
Springfield, IL 62705

Releasor: The First National Bank of  
Boston  
100 Federal Street  
Boston, MA 02113

Included in the property covered by the Release are all railroad cars, locomotives and other rolling stock intended for use related to interstate commerce, or interests therein covered by said Security Agreement.

Please return the original of the enclosed documents to I. Walter Deitch, Rosenthal and Schanfield, 55 East Monroe Street, Suite 4620, Chicago, Illinois 60603, or to the bearer hereof.

Also enclosed is a remittance in the amount of \$15.00 for the required recording fees.

A short summary of the document to appear in the index follows:

*Conveyed to T. Hopper*

Release dated December 21, 1989 from The First National Bank of Boston to the Chicago & Illinois Midland Railway Company relating to that certain Security Agreement dated December 21, 1987 between Chicago & Illinois Midland Railway Company and The First National Bank of Boston, recorded with the Interstate Commerce Commission on December 21, 1987 as Recordation Number 15416.

Very truly yours,

CHICAGO & ILLINOIS MIDLAND  
RAILWAY COMPANY

By: *George L. Stern*  
President

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MDW:8/049

RELEASE

INTERSTATE COMMERCE COMMISSION

THIS RELEASE is entered into as of the 21st day of December, 1989, by and between The First National Bank of Boston ("FNBB") and the Chicago & Illinois Midland Railway Company ("C&I").

WHEREAS, FNBB and the Illinois Midland Transportation Co. ("IMT") entered into a Security Agreement dated as of December 21, 1987 (the "Security Agreement") pursuant to which IMT pledged, assigned and granted to FNBB a security interest in the Collateral (as defined in the Security Agreement); and

WHEREAS, the Security Agreement was duly filed with the Interstate Commerce Commission on December 21, 1987, on Recordation No. 15416;

WHEREAS, IMT was subsequently liquidated and dissolved into C&I, and C&I assumed IMT's obligations under the Security Agreement;

WHEREAS, all of the Obligations (as defined in the Security Agreement) of C&I to FNBB have been paid in full in accordance with their terms, and the parties now desire to terminate the Security Agreement by FNBB's execution and

delivery to C&I of this Release terminating all of FNBB's right, title and interest in and to the Collateral and terminating all the agreements related to the Collateral.

NOW THEREFORE, in consideration of the premises and the receipt by FNBB of all amounts owing from C&I with respect to the Obligations at or before the execution and delivery hereof, the receipt and sufficiency of which is hereby acknowledged, the parties hereby agree as follows:

1. FNBB by this Release does hereby remise and release all of FNBB's right, title and interest in and to the Collateral.

2. FNBB hereby covenants that, from time to time after the delivery of this Release, at C&I's request and without further consideration, FNBB will do and perform any act and will execute, acknowledge, deliver, file, register, deposit and record (and will refile, reregister, rerecord or redeposit whenever required) any and all further instruments required by law or reasonably requested by C&I in order to release any interests which FNBB has or may have in the Collateral.

3. FNBB hereby expressly relinquishes, releases and renders ineffective (or if the same is held by an agent

or trustee of FNBB, directs or instructs such trustee to relinquish, release and render ineffective) all of its rights, powers and interests derived from or under the Security Agreement and any other agreements or documents of any nature relating to the Security Agreement, including, without limitation, pledges, mortgages and assignments.

4. Each party hereto hereby agrees to terminate the Security Agreement and any other agreements or documents of any nature relating to the Security Agreement and the Collateral (except this Release) and to forever release and discharge the other party hereto from any obligation or liability whatsoever, past, present or future, in connection with the Collateral, Security Agreement and such other agreements or documents.

5. This Release shall be binding upon the parties and their successors and assigns, for the uses and purposes above set forth and referred to, effective immediately upon its mutual delivery by FNBB and C&I.

6. This Release shall be governed by the laws of the State of Illinois without regard to its conflicts of laws doctrine.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be executed in their respective names by officers duly authorized, all as of the date first above written.

CHICAGO & ILLINOIS MIDLAND RAILWAY  
COMPANY

By: George L. Stern  
Title: President

THE FIRST NATIONAL BANK OF BOSTON

By: [Signature]  
Title: Vice President

STATE OF Illinois )  
COUNTY OF Cook ) SS

On the 21st day of December, 1989 before me personally came George L. Stem, to me known, who, being by me duly sworn, did depose and say that he is a President of Chicago & Illinois Midland Railway Company, one of the parties described in and which executed the above instrument; and that he signed, sealed and delivered the foregoing instrument as the voluntary act and deed of said corporation.

Sherry Kroncke  
Notary Public



STATE OF Massachusetts )  
COUNTY OF Suffolk ) SS

On the 21st day of December, 1989 before me personally came Daniel O'Connor, to me known, who, being by me duly sworn, did depose and say that he is a Vice President of The First National Bank of Boston, one of the parties described in and which executed the above instrument; and that he signed, sealed and delivered the foregoing instrument as the voluntary act and deed of said corporation.

Susan M. Compton  
Notary Public